

**IN THE UNITED STATES DISTRICT COURT
FOR THE EASTERN DISTRICT OF TENNESSEE
GREENEVILLE DIVISION**

IN RE SOUTHEASTERN MILK)
ANTITRUST LITIGATION)

Master File No. 2:08-MD-1000

THIS DOCUMENT RELATES TO:)

Judge J. Ronnie Greer

Sweetwater Valley Farm, Inc., et al. v.)
Dean Foods, et al., No. 2:07-CV-208)
_____)

**ORDER AUTHORIZING THE DISTRIBUTION OF RESIDUAL DFA
SETTLEMENT FUNDS AND PAYMENT OF CLAIMS
ADMINISTRATOR FEES**

Upon consideration of Dairy Farmer Plaintiffs’ Motion for an Order Approving and Authorizing Distribution of Residual DFA Settlement Funds and Application for Claims Administrator Fees (“Motion”):

WHEREAS this Court has jurisdiction over all proceedings related to the implementation, interpretation, administration, consummation, and enforcement of the terms of the class action settlement with Defendants Dairy Farmers of America, Inc., Dairy Marketing Services, LLC, Mid-Am Capital LLC, National Dairy Holdings, LP, and Gary Hanman (“DFA Settlement”) and the administration of claims submitted by class members pursuant to Fed. R. Civ. P. 23;

WHEREAS this Court previously appointed Rust Consulting (“Rust”) to serve as claims administrator and determined that notice of the DFA Settlement was properly and adequately disseminated in accordance with Fed. R. Civ. P. 23 and due process requirements;

WHEREAS, on December 11, 2013, this Court approved Plaintiffs’ plan to distribute the DFA Settlement funds to eligible claimants according to each eligible claimant’s *pro rata* share

of the DFA Settlement funds (“Distribution Plan”) and authorized the distribution of the proceeds from the DFA Settlement to the eligible class members and Rust subsequently distributed the payments of DFA Settlement funds according to the Distribution Plan;

WHEREAS, there are residual funds from the DFA Settlement that Plaintiffs presently seek to distribute to the eligible class members consistent with the previously approved Distribution Plan;

WHEREAS, this Court has reviewed the process and preparation by Rust and Subclass Counsel for the distribution of residual DFA Settlement proceeds, as described in the Motion and the December 2, 2016 Affidavit of Heidi Taylor (“Taylor Affidavit”), and now Orders that the residual DFA Settlement funds shall be distributed.

IT IS HEREBY ORDERED, ADJUDGED, AND DECREED AS FOLLOWS:

1. The procedures used and actions taken by Rust and Subclass Counsel to process claims, administer the residual funds payment, and resolve issues with claimants are fair, reasonable, and adequate and are hereby adjudged to have been proper, complete, and in accordance with the Court’s Orders of January 22, 2013 and December 11, 2013;

2. An adjustment to the Distribution Plan is approved so that the fourteen (14) claimants who submitted claim forms after the applicable deadline, listed in Exhibit B-3 to the Taylor Affidavit, will receive the full amount of their *pro rata* portion of proceeds from the DFA Settlement payment;

3. Plaintiffs’ proposal to distribute residual DFA Settlement funds according to the claimants’ *pro rata* shares of class eligible milk volume based on each claimant’s reported production of class-eligible milk as calculated and determined by Rust and specified in Exhibit B-1 to the Taylor Affidavit is approved as fair, reasonable, and adequate;

4. Rust may be paid \$4,603.62 out of the residual funds from the DFA Settlement payment for Rust's services and expenses to date in administering the DFA Settlement and claims processes as explained in the Taylor Affidavit;

5. The payment to Rust will also cover Rust's remaining fees and expenses to administer the DFA Settlement and close this matter;


6. The net residual amount for distribution by Rust to the eligible claimants is \$615,906.49, which is the total amount of funds remaining from the DFA Settlement with interest minus the distribution to the fourteen (14) claimants and the payment of Rust fees identified herein;

7. Rust is authorized to effect the payment and distribution of the proceeds from the residual DFA Settlement funds directly to the eligible claimants listed in Exhibit B-1 and in the *pro rata* portions specified in Exhibit B-1 to the Taylor Affidavit; and

8. The Court reserves jurisdiction over all matters relating to the distribution of the DFA Settlement funds.

So ORDERED this December 6, 2016.

ENTER:



UNITED STATES DISTRICT JUDGE